

IN THE UNITED STATES BANKRUPTCY COURT FOR
THE DISTRICT OF DELAWARE

In re:) **Chapter 11**
)
W. GRACE & CO., et al.,¹) **Case No. 01-1139(JKF)**
Debtors.) **Jointly Administered**
) **Objection Date: 12/21, 2009, at 4⁰⁰ p.m.**
) **Hearing Date: Scheduled if Necessary (Negative Notice)**

FIFTIETH MONTHLY APPLICATION OF
DELOITTE TAX LLP FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES TO THE DEBTORS
FOR THE PERIOD FROM MARCH 1, 2009 THROUGH MARCH 31, 2009

Name of Applicant: Deloitte Tax LLP ("Deloitte Tax")

Authorized to Provide Professional Services to: The above-captioned Debtors

Date of Retention: December 20, 2004

Period for which Compensation and
Expense Reimbursement is Sought: March 1-31, 2009

Amount of Compensation Sought: \$ 13,164.00

Amount of Expense Reimbursement Sought: \$5.00

Total Amount of Compensation and
Expense Reimbursement Sought: \$13,169.00*

This is a x Monthly, Interim, Final Application

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (Vida Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Companyz.

* See note to Exhibit C.

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W. GRACE & CO., et al.,)	Case No. 01-1139(JKF)
Debtors.)	Jointly Administered
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FIFTIETH MONTHLY APPLICATION OF
DELOITTE TAX LLP FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES TO THE DEBTORS
FOR THE PERIOD FROM MARCH 1, 2009 THROUGH MARCH 31, 2009

This fiftieth monthly application (this "Application") of Deloitte Tax LLP ("Deloitte Tax") is for compensation for services rendered in connection with Deloitte Tax's provision of tax services to the Debtors during the period from March 1, 2009 through March 31, 2009, and for reimbursement of expenses incurred in connection therewith. Attached hereto as Exhibit A is the Verification of Michael Steinsaltz of Deloitte Tax.

BACKGROUND

The Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014(a), 2016 and 5002 Authorizing the Employment and Retention of Deloitte Tax LLP as Tax Service Providers to the Debtors Nunc Pro Tunc to August 22, 2004 was entered by this Court on December 21, 2004. Prior to August 22, 2004 tax advisory services, for which compensation and expense reimbursement is sought hereunder, along with customs procedures review services, were provided to the Debtors by Deloitte & Touche LLP ("Deloitte & Touche"). As of August 22, 2004, Deloitte & Touche is no longer providing tax services or compensation procedures review services to the Debtors.


FEE AND EXPENSE REIMBURSEMENT DETAIL

Attached hereto as Exhibit B is a summary of fees sought by Deloitte Tax, reflecting each

Deloitte Tax professional providing tax advisory services during this fiftieth monthly period, their position, total hours billed, hourly billing rate, and total fees sought. Attached hereto as Exhibit C are daily entries which set forth each professional providing tax advisory services, the applicable project category, a description of the services, the hours expended, the professionals' hourly billing rates, and the total fees incurred.

Dated: November 3, 2009

DELOITTE TAX LLP



Michael Steinsaltz

Partner

Deloitte Tax LLP

1700 Market Street

25th Floor

Philadelphia, PA 19103

Tel: 1 (215) 299-4555

Main: 1 (215) 246-2300

Fax: 1 (215) 405-342

Tax service providers for Debtors and Debtors in Possession

EXHIBIT A

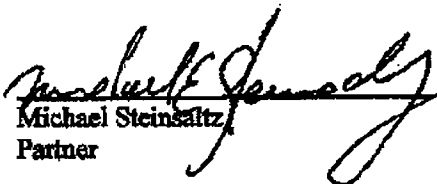
VERIFICATION OF MICHAEL STEINSALTZ

PHILADELPHIA

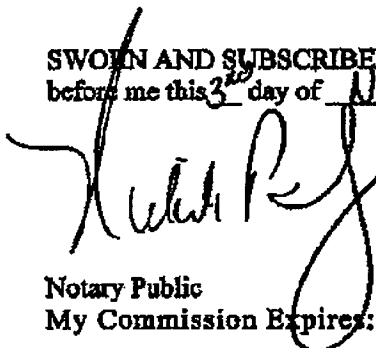
COMMONWEALTH OF PENNSYLVANIA:

Michael Steinsaltz, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant firm of Deloitte Tax LLP.
- b) I have personal knowledge of Deloitte Tax LLP's retention as tax service providers to the Debtors in these Chapter 11 cases.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have been informed of Del.Bankr.LR 2016-2 and the 'Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April 17, 2002, and submit that the Application substantially complies with such Rule and Order.


Michael Steinsaltz
Partner

SWORN AND SUBSCRIBED
before me this 3rd day of November, 2009


Notary Public
My Commission Expires:

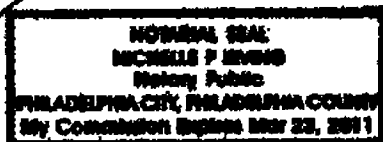


EXHIBIT B

N. R. Grace
Hours Spent by Each Person
March 1 - March 31, 2009

Employee	Hours	Billing Rate	Professional Fees
ALEX, ANU T	0.2	\$400	\$80
COSELLA, KERRIE A	7.8	\$70	\$546
DUONG, JENNIFER	12.1	\$290	\$3,495
REED, VALERIE R	1.0	\$70	\$70
STEINSALTZ, MICHAEL E	1.5	\$680	\$1,020
General Admin	22.6		\$5,211
OTERO, MARIA D	0.3	\$331	\$99
Puerto Rico: Closing	0.3		\$99
REED, VALERIE R	0.5	\$70	35
STEINSALTZ, MICHAEL E	1.0	\$680	\$680
IP Migration - India, China, Malaysia	1.5		\$715
HUANG, JENNIFER NAITING	7.0	\$400	\$2,800
KAGAN, ANDREA PAIGE	14.1	\$570	\$8,037
STEINSALTZ, MICHAEL E	0.2	\$680	\$136
TROTMAN, SEAN P	3	\$680	\$2,040
Total Stock Option Planning	24.3		\$13,013
COLLINS, BRYAN P	5.5	\$680	\$3,740
Tax Controversy	5.5		\$3,740
OTERO, MARIA D	0.5	\$331	\$166
Puerto Rico 01-06 Returns	0.5		\$166
Subtotal	53.9		\$22,943
Discount for Agreed Fee (Stock Option Planning)			(\$9,779)
Total	53.9		\$13,164
Out of Pocket Expenses Deloitte Tax LLP for March 2009			\$5
Total Deloitte Tax LLP Fees for March 2009	53.9		13,169

W. R. Grace Hours Detail						
March 1 - March 31, 2009						
EXHIBIT C						
Date	Name	Project Category	Description	Hours	Billing Rate	Professional Fees
3/16/2009	ALEX, ANU T	General Admin	Bankruptcy Fee Application	0.2	\$400	80
3/2/2009	COLLINS, BRYAN P	Tax Controversy	review settlement agreement with the IRS on NOL carryback litigation	1.0	\$680	680
3/6/2009	COLLINS, BRYAN P	Tax Controversy	review settlement agreement with the IRS on NOL carryback litigation	2.0	\$680	1,360
3/11/2009	COLLINS, BRYAN P	Tax Controversy	review settlement agreement with the IRS on NOL carryback litigation	0.5	\$680	340
3/23/2009	COLLINS, BRYAN P	Tax Controversy	review settlement agreement with the IRS on NOL carryback litigation	1.0	\$680	680
3/24/2009	COLLINS, BRYAN P	Tax Controversy	review and comment on IRS settlement agreement on NOL carryback litigation	1.0	\$680	680
3/2/2009	COSELLA, KERRIE A	General Admin	File maintenance, review of documents and compliance	0.4	\$70	28
3/3/2009	COSELLA, KERRIE A	General Admin	File maintenance, review of documents and compliance	1.0	\$70	70
3/5/2009	COSELLA, KERRIE A	General Admin	File maintenance, review of documents and compliance	0.3	\$70	21
3/5/2009	COSELLA, KERRIE A	General Admin	Preparation of Invoice	0.5	\$70	35
3/6/2009	COSELLA, KERRIE A	General Admin	File maintenance, review of documents and compliance	0.5	\$70	35
3/6/2009	COSELLA, KERRIE A	General Admin	File maintenance, review of documents and compliance	0.3	\$70	21
3/6/2009	COSELLA, KERRIE A	General Admin	File maintenance, review of documents and compliance	1.0	\$70	70
3/5/2009	COSELLA, KERRIE A	General Admin	Firm Expense reverse, conversation w/anu, call 2222, email to K. Aronowitz	0.5	\$70	35
3/5/2009	COSELLA, KERRIE A	General Admin	mail and file invoice	0.2	\$70	14
3/9/2009	COSELLA, KERRIE A	General Admin	mail/file invoice/ create billing file for 2009	0.3	\$70	21
3/9/2009	COSELLA, KERRIE A	General Admin	mail/file invoices	0.4	\$70	28
3/12/2009	COSELLA, KERRIE A	General Admin	Create 2009 billing file	0.3	\$70	21
3/12/2009	COSELLA, KERRIE A	General Admin	update EL signature page, discussion w/Jared re contact/mail letter/file	0.3	\$70	21
3/26/2009	COSELLA, KERRIE A	General Admin	Cancel invoice, update address in client/issue new invoice	0.7	\$70	49
3/27/2009	COSELLA, KERRIE A	General Admin	Bankruptcy Fee Application	0.7	\$70	49
3/30/2009	COSELLA, KERRIE A	General Admin	computer charge, email K. Aronowitz, pull report to show	0.4	\$70	28
3/2/2009	DUONG, JENNIFER	General Admin	Billing - Bankruptcy fee application	4.3	\$290	1,233
3/4/2009	DUONG, JENNIFER	General Admin	Billing - Bankruptcy fee application	4.8	\$290	1,378
3/5/2009	DUONG, JENNIFER	General Admin	Grace billing	1.0	\$290	290
3/12/2009	DUONG, JENNIFER	General Admin	Updated WR Grace consulting file	0.3	\$290	87
3/26/2009	DUONG, JENNIFER	General Admin	Updated billing file	0.3	\$290	73
3/26/2009	DUONG, JENNIFER	General Admin	Updated billing file and ELs	1.5	\$290	435
3/5/2009	HUANG, JENNIFER NAITING	Stock Options	Corporate Tax deduction feasibility matrix: Grace Recap on the completion of feasibility report	1.0	\$400	400
3/10/2009	HUANG, JENNIFER NAITING	Stock Options	Corporate Tax deduction feasibility matrix: meeting agenda	1.0	\$400	400
3/11/2009	HUANG, JENNIFER NAITING	Stock Options	Corporate Tax deduction feasibility matrix: grace conference call, meeting summary	3.0	\$400	1,200
3/12/2009	HUANG, JENNIFER NAITING	Stock Options	Corporate Tax deduction feasibility matrix: memo on recharge agreement, follow up with Andrea on the Grace next steps	1.5	\$400	600
3/16/2009	HUANG, JENNIFER NAITING	Stock Options	Corporate Tax deduction feasibility matrix: billing	0.5	\$400	200
3/16/2009	KAGAN, ANDREA PAIGE	General Admin	preparation of bankruptcy application	0.5	\$570	285
3/17/2009	KAGAN, ANDREA PAIGE	General Admin	preparation of bankruptcy application	0.3	\$570	171
3/18/2009	KAGAN, ANDREA PAIGE	General Admin	preparation of bankruptcy application	0.2	\$570	114
3/19/2009	KAGAN, ANDREA PAIGE	General Admin	preparation of bankruptcy application	0.5	\$570	285
3/5/2009	KAGAN, ANDREA PAIGE	Stock Options	Corporate Tax deduction feasibility matrix: Grace Recap on the completion of feasibility report	2.2	\$570	1,254
3/6/2009	KAGAN, ANDREA PAIGE	Stock Options	Corporate Tax deduction feasibility matrix: final updates	1.3	\$570	741
3/9/2009	KAGAN, ANDREA PAIGE	Stock Options	Corporate Tax deduction feasibility matrix: prep for call with JH	1.5	\$570	855
3/10/2009	KAGAN, ANDREA PAIGE	Stock Options	Corporate Tax deduction feasibility matrix: meeting agenda	1.0	\$570	570
3/11/2009	KAGAN, ANDREA PAIGE	Stock Options	Corporate Tax deduction feasibility matrix: grace conference call, meeting summary	3.1	\$570	1,767
3/12/2009	KAGAN, ANDREA PAIGE	Stock Options	Corporate Tax deduction feasibility matrix: memo on recharge agreement, follow up with JH on the Grace next steps	3.5	\$570	1,995
03/17/2009	OTERO, MARIA D	closing	E-MAIL TO CLIENT TO ANSWER QUESTIONS ON THE NEED TO FILE A SWORN STATEMENT AND THE EXECUTION OF THE DOCUMENT	0.3	\$331	99
03/18/2009	OTERO, MARIA D	01-06 returns	E-MAIL AND CALL TO CLIENT ON SIGNATURES, NOTARIZATION AND EXECUTION OF SWORN STATEMENT	0.5	\$331	166
3/13/2009	REED, VALERIE R	General Admin	Format and print engagement letter for Jared	0.5	\$70	35
3/19/2009	REED, VALERIE R	General Admin	Prepare fee applications and have notarized.	0.5	\$70	35
3/27/2009	REED, VALERIE R	IP Migration	Conference call set up with Shanghai	0.5	\$70	35
3/12/2009	STEINSALTZ, MICHAEL E	General Admin	Finalize EL; rate reduction call.	1.0	\$680	680
3/13/2009	STEINSALTZ, MICHAEL E	General Admin	Finalize EL; rate reduction call.	0.5	\$680	340
3/26/2009	STEINSALTZ, MICHAEL E	IP Migration	Arrange India resource for IBM call	0.3	\$680	204
3/26/2009	STEINSALTZ, MICHAEL E	IP Migration	Call with CF re: India	0.2	\$680	136
3/26/2009	STEINSALTZ, MICHAEL E	IP Migration	Call with CF re: China and Malaysia. Arrange call with China re: EL	0.5	\$680	340
3/26/2009	STEINSALTZ, MICHAEL E	Stock Options	Call with A. Kagan	0.2	\$680	136
3/18/2009	TROTMAN, SEAN P	Stock Options	preparation of bankruptcy application; global deductibility study	0.5	\$680	340
3/5/2009	TROTMAN, SEAN P	Stock Options	global deductibility feasibility study - data review	0.5	\$680	340
3/9/2009	TROTMAN, SEAN P	Stock Options	global deductibility feasibility study - prep for client team, questions to team, review work product	1.0	\$680	680
3/11/2009	TROTMAN, SEAN P	Stock Options	Client call to walk through deliverable	1.0	\$680	680
Fees for March 2009				54.7		22,943
* The amount sought hereunder, \$13,169.00, reflects an agreed to reduction in the fees incurred during the monthly period of March 1, 2009 through March 31, 2009 of \$9,774.00 (\$22,943.00 - \$7,744.00 = \$13,169.00).						

W. R. Grace
Expenses Detail
March 1 - March 31, 2009

Date	Name	Description	Related Expenses
3/1/2009	GORDON, JARED H	Telephone: Conference: Call between Jared Gordon and Alan Gibbons	\$5
Expenses for March 2009			\$5